

Incorporate in Arizona

Arizona is a business-friendly state with extensive resources for the small business owner and entrepreneur. Depending on the type of business you plan to incorporate, the basic process is outlined below. The decision to form a corporation in Arizona should be based on where you plan to conduct the bulk of your business, if you have a physical address in Arizona, and if the primary bank account is in Arizona. Arizona banks may ask for a certification of tradename from the [Arizona Secretary of State](#) in order to set up a business account plus other corporate filings. Check with your bank to see what kind of documentation they need to set up your business account. This inquiry will help you and your legal and financial advisors when incorporating in Arizona.

Arizona Incorporation – Process

You will file the incorporation documents with the [Arizona Corporation Commission](#). [Arizona state statutes](#) govern the incorporation laws in Arizona and the Arizona Corporation Commission has an easy to navigate website that includes [general filing instructions](#). The first thing a small business owner should do is to do a [preliminary name search](#) to see if the name of your potential corporation is available in Arizona. The Arizona Corporation Commission has a new on-line name reservation system for a nominal fee that will reserve your corporation name for 120 days. This will allow the new corporation-to-be time to get the proper incorporation forms submitted. The Corporation Commission adopted [naming standards](#) that were revised 12/23/2005. Become familiar with the naming standards to help your new business to have the best possible chance of getting the corporation name you wish to use in Arizona. The completed documentation should be submitted to the Corporations Division of the Arizona Corporation Commission at:

1302 W. Washington, 1st Floor, Phoenix, AZ 85007, M-F, 8:00 am – 5:00 pm
400 W. Congress Street, Suite 221, Tucson, AZ 84701, M-F 8:00 am-5:00 pm

The Corporations Division accepts fax filings at: (602) 542-4100. Filers using this option must arrange for payment of the fees by setting up Money on Deposit account with the Commission. Generally the [processing time](#) is 20-25 business days but currently can be expedited to a 3-5 days for an additional fee.

State statutes allow one or more persons to act as the incorporator or incorporators of a corporation by delivering the articles of incorporation and a certificate of disclosure to the Commission as established in the [state statutes](#). The statutes allow a provision in the articles of incorporation limiting the liability of a director to the corporation or its shareholders for money damages for any action taken or any failure to take any action as a director, except liability for any of the following:

- A) The amount of a financial benefit received by a director to which the director is not entitled.
- B) An intentional infliction of harm on the corporation or the shareholders.
- C) A violation of section 10-833 (Liability for unlawful distributions)

D) Any intentional violation of criminal law.

The state statutes required a corporation to file an [annual report](#). The reports can be filed electronically based on several conditions.

- A) The corporation type must be Profit, Business or Professional.
- B) The annual report must be due now or within the next three months.
- C) The corporation is not withdrawn, expired, merged out, revoked, or administratively dissolved. (Corporations which have been revoked or administratively dissolved for less than three years may still e-file, provided the Corporation's name is still available. A reinstatement fee will be charged on the last overdue report.)
- D) The report must be filed by an officer of the corporation who is listed in the report's officers section.
- E) This must be the original filing of the report, not a resubmitted (corrected) annual report.
- F) The corporation must not be required to answer "Yes" to any of the Bankruptcy or Certificate of Disclosure questions which appear on the third page of the Annual Report form. A "Yes" answer would require an attachment that is currently unavailable.
- G) The statutory agent cannot be changed via an electronically filed report. However, corporations which need change their statutory agent can file a Statement of Change of Known Place of Business separately,
- H) The corporation must have a statutory agent currently assigned.
- I) A maximum of twelve officers and twelve directors can be entered via the web form. If you need to enter more officers or directors, you must file a paper report.
- J) A maximum of four lines of capitalization information (two for authorized shares and two for issued shares) can be entered via the web site. If you need to enter more capitalization information, you must file a paper report.
- K) Payment must be made using Visa or MasterCard only. No other forms of payment are acceptable. Payment is required during the electronic filing process.
- L) Any penalties due, as calculated by the Commission computer system, must be paid during the electronic filing process.

The annual report is part of the official public record including address cited in the annual report and can be viewed electronically.

Great Resources

A small business owner who has never gone through the process of incorporating to the experienced entrepreneur starting a new business venture in Arizona, will benefit from the free services provided by the [Small Business Development Centers](#) in Arizona.

Other great resources include:

[Arizona Department of Commerce](#)

[Arizona Secretary of State](#)

[Arizona Small Business Association](#)

[Arizona State University Center for the Advancement of Small Business](#)

[Business and Workforce Development](#)

[City of Phoenix Community & Economic Development Department, Small Business Assistance](#)

[City of Phoenix Minority, Woman & Small Business Enterprise](#) (provides MWSBE Certification, help with procurement, construction subcontracting utilization, small business management technical assistance, education and networking opportunities with a Business Enterprise Team (BET))

[Economic Development Information Centers](#)

[Maricopa County Small Business Environmental Assistance Program](#)

[Small Business Development Center National Clearing House](#)

[Tucson Regional Economic Opportunities](#)

[U.S. Department of the Treasury, Internal Revenue Service](#)

[U.S. Small Business Administration](#)

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